

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF IOWA**

In re:	)	
	)	Chapter 11
MERCY HOSPITAL, IOWA CITY, IOWA, <i>et al.</i> ,	)	Case No. 23-00623 (TJC)
	)	
Debtors.	)	(Jointly Administered)
	)	
	)	<b>Objections Due: November 30, 2023 at 4:00 p.m.</b>
	)	<b>Hearing Date: <i>Only if objections are filed</i></b>

**FIRST INTERIM APPLICATION OF CUTLER LAW FIRM, P.C. FOR ALLOWANCE  
OF COMPENSATION OF ATTORNEYS FEES AND COSTS FOR ASSOCIATE  
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF  
MERCY HOSPITAL, IOWA CITY, IOWA  
FOR PERIOD AUGUST 22, 2023 THROUGH AND INCLUDING OCTOBER 31, 2023**

The Cutler Law Firm, co-counsel to the Official Committee of Unsecured Creditors of Mercy Hospital, Iowa City, Iowa, respectfully submits the within First Interim Application for Allowance and Payment of Attorney Fees and Costs, and respectfully represents as follows:

1. Cutler Law Firm, co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned bankruptcy case of Mercy Hospital, Iowa City, Iowa, et. al. (the “Debtors”), hereby seeks payment for services rendered and expenses incurred from August 22, 2023 through October 31, 2023.
2. Pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, the payments sought by this first interim application are 80% of fees for services rendered and 100% of expenses. For the time period August 22, 2023 through and including October 31, 2023, counsel seeks allowance of \$22,888.00<sup>1</sup> for services rendered and \$176.79 for reimbursement of expenses.
3. All services for which compensation is requested were performed for and on behalf of the Official Committee in connection with its duties under Chapter 11 of the Bankruptcy Code, and not on behalf of any other person or entity.
4. Jurisdiction is proper under 28 U.S.C. § 1334. This is a court proceeding under 28 U.S.C. § 157(b)(2)(A) & (B).
5. All services rendered as associate counsel for the Official Committee for which compensation is sought were actual and necessary for the advancement of the Client’s interest. This is an interim request for services from August 22, 2023 through October 31, 2023. Services that have been performed since that time will be included in further application.
6. The professional services that Cutler Law Firm, P.C. has provided in this Chapter 11 case include: all requirements required of associate counsel pursuant to local rules, review applicable pleadings and deadlines, correspondence with Official Committee counsel are requirements and strategy surrounding position of the Official Committee, in-person and

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<sup>1</sup> The total amount of fees for services rendered during the specified time period was \$28,610.00

telephonic attendance at hearings, all such identified services limited in nature to that required to best serve the Official Committee.

7. The allowance sought by your applicant is for reasonable compensation for reasonable and actual and necessary services rendered as associate counsel for the Official Committee, the time, nature and extent which are set forth in the detailed statement attached hereto as Exhibit "A", and by this reference made a part hereof.
8. There is neither sharing, nor any agreement or other understanding between applicant and any other persons concerning sharing of fees, other than perhaps regular practicing attorneys engaged with Mr. Gainer in the practice of law as partner or associate; and that said compensation is for services actually rendered in this proceeding.
9. The reasonable value of the services performed by Cutler Law Firm, P.C., on behalf of the Official Committee, as set forth in Exhibit "A", and pursuant to the Order, is \$22,888.00 for services rendered and \$176.79 for reimbursement of expenses.
10. A declaration of Robert Gainer, supporting the application, is enclosed as Exhibit "B".

WHEREFORE, Applicant, Cutler Law Firm, P.C. attorney Robert C. Gainer, prays that an allowance be made to him in the amount of \$23,064.79 for services and expenses by Robert C. Gainer; and for any other relief this court deems just and equitable.

Respectfully Submitted,

/s/ Robert C. Gainer

Robert C. Gainer IS9998471

CUTLER LAW FIRM, P.C.

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CO-COUNSEL FOR THE OFFICIAL

COMMITTEE OF UNSECURED CREDITORS

CERTIFICATE OF SERVICE

I hereby certify that on November 9, 2023, the foregoing instrument was filed electronically with the Clerk of Court using the CM/ECF system which sent notification of such filing to all registered users party to this proceeding, including the United States Trustee.

/s/ Stephanie Newton

**Statement of Account**

MERCY Mercy Hospital, Iowa City, Iowa, et al  
 000001 Mercy Hospital, Iowa City, Iowa, et al  
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- 10/31/2023  
 Time & Rate: Bill Value

**Fees**

Date	ID	Description	Time	Bill Amount
8/22/2023	RCG	Phone call with Andrew Sherman and Boris Mankovetskiy surrounding: extensions on deadlines, motion practice, Local Rules, and considerations relative to outstanding discovery in chapter case; Review correspondence from Terry Gibson surrounding communications with United States Trustee (N/C); Review correspondence from Andrew Sherman surrounding requirements relative to admission, and upon review, prepare responsive correspondence with template in conformance with Local Rules on application (.3).	0.50	\$175.00
8/23/2023	RCG	Review correspondence from Andrew Sherman surrounding initial diligence, and outstanding continuance relative to forthcoming motions, and exchanges thereon relative to ECF requirements; Review correspondence from Andrew Sherman surrounding ongoing negotiation with Debtor and secured creditors surrounding continuance, and prepare responsive correspondence with reference to edits and amendments and requirements surrounding Appearance (Local Rules) (.3); Review proposed Pro Hac Vice Motions, amend to conform with Local Rules, and prepare proposed Orders (.5); Review draft Motion for Continuance, and Order, and amend to conform with Local Rules and representation requirements (.4); Review correspondence from Andrew Sherman surrounding general status, bid procedures and examiner Motions and Committee Members, and enclosed IRS filings supporting control of foundation (41 pages); Review court correspondence on filed Notice, and Motions (.2); Prepare correspondence to clerk on proposed Order relative to Pro Hac Vice Admissions (.2); Review correspondence from Wellmark Counsel, Jeff Goetz, on Committee, and prepare responsive correspondence addressing same (.1); Review Motion for Order Authorizing Employment of Professional Used in the Ordinary Course of Business and proposed Order on same (.3); Review Motion for Entry of Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals and proposed Order thereto (.3); Review Application to Employ Nyemaster Goode and Order thereto and Declaration (.3); Review Application to Employ McDermott, Counsel for Debtors, and proposed Order and Declaration (.3); Review Court Orders on Pro Hac Motions, and prepare correspondence to Andrew Sherman addressing same.	3.60	\$1,260.00
8/24/2023	RCG	Review correspondence from Carroll Schuyler, Committee Representative, surrounding questions on Motion to Continue and exchanges with Andrew Sherman addressing same; Review correspondence from Andrew Sherman and exchanges with Carroll Schuyler, Committee Rep, surrounding Motion to Continue, and filing authorization, and format revised Motion pursuant to Local Rule; Review correspondence on Motion to Continue Hearing and prepare correspondence to Andrew Sherman addressing same.	0.70	\$245.00
8/25/2023	VT	Research whether a non-profit can compel a foundation to disburse money.	3.60	\$720.00
8/25/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, on proposed Orders; Phone call with Andrew Sherman on: Debtor counsel retention, Mercy Foundation monies available, procedural mechanism to restrict cash collateral usage, and hearing (.3); Prepare preliminary outline on intersection of not-for-profit & Foundation relationships, Iowa Chapter 504 review, and preliminary considerations relative to Board action, and standards of conduct (.4); Review correspondence from Andrew Sherman surrounding hearing and communications with client; Review Debtor's Application for Entry of Order Authorizing Employment of Investment Banker and proposed Order (.2); Review Notice of Hearing surrounding Debtor's Motion to Employ Professionals in the ordinary course and establish interim compensation and applicable deadlines (.1); Review U.S. Trustee Objection to Motion to Approve Bid Procedures, with notation surrounding Stalking Horse protections (.2); Review Motion by Master Trustee-Bondholder Representative relative to continuance (.2); Participate in hearing on Motions to Continue, and extend time of bid procedures; Review correspondence from Andrew Sherman on communications with Debtor's Counsel, Roy Leaf, relative to extensions of time on bidding procedures hearing, and objection down the line and enclosed communication and subsequent communication with Committee.	2.50	\$875.00
8/26/2023	RCG	Review Court Memorandum and Order on Motion to Appoint Examiner and Motion to Continue Hearing on Sale of Property and Bid Procedures, Order Continuing Hearing of Master Trustee & Order Continuing Hearing on Bidding Procedures (162-164); Review filed schedules (Docket 135-314 pages), and notes on same relative to potential recovery and extent of dealings (1.9);	3.80	\$1,330.00

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**Statement of Account**

MERCY Mercy Hospital, Iowa City, Iowa, et al  
000001 Mercy Hospital, Iowa City, Iowa, et al

- 10/31/2023  
Time & Rate: Bill Value

**Fees**

Date	ID	Description	Time	Bill Amount
		Review statement of financial affairs (Docket 136-145 pages) and global notes and statement of limitations, with notes addressing transfers and in considerations on derivative standing (.1.3); Review supplement to Schedule A and B, against Schedule A and B relative to real estate (.1).		
8/27/2023	RCG	Review Memorandum addressing 8th Circuit Authority on not-for-profit foundational funds, shepardize same, and against Iowa Code Section 504, prepare final legal opinion (.7); Prepare correspondence to Andrew Sherman on intersection of not-for-profit & foundation, relative to restricted use of funds (.2).	0.90	\$315.00
8/28/2023	RCG	Review correspondence from Andrew Sherman addressing fiduciary duties relative to compel foundation funds; Review correspondence from Andrew Sherman surrounding questions on advanced conflict waivers under Iowa law, and preliminary review of Iowa Code Chapter 32:1.7, 8, 9, 10, 22 (.7); Phone call with Andrew Sherman on considerations relative to advanced conflict waivers given Debtor's counsel filing (.3); Review supplement to Schedule A and B, against Schedule A and B relative to real estate; Participate in client call relative to pending motions, objections and applicable deadlines.	1.80	\$630.00
8/29/2023	RCG	Phone call with Janet Reasoner, U.S. Trustee, surrounding potential conflict, Advanced Payment Retainer, and discussion surrounding intersection of 7th Circuit and 8th Circuit Authority relative to property of the Estate; Review correspondence from Andrew Sherman surrounding extent of potential Debtor counsel conflicts and exchanges with Janet Reasoner, U.S. Trustee, on same; Review docket relative to first day Motion Orders, and Orders on Bid Procedures relative to objection deadline (.4); Prepare correspondence to Roy Leaf, Debtor Counsel, on deadline for objection to bidding procedures (Docket 58) (.1); Review correspondence from Roy Leaf, Debtor Counsel, on bid procedures and enclosed document and responsive correspondence on same (.2); Prepare correspondence to Andrew Sherman on applicable deadlines and delegation of efforts (.2).	1.50	\$525.00
8/31/2023	RCG	Phone call with Andrew Sherman surrounding: bid procedures, cash collateral request of Debtors, considerations on September 13th hearing, and requirements relative to preservation of collateral against foundation asset; Review correspondence from Dan Simon, Counsel for Debtor, on proposed compromise; Review correspondence from Andrew Sherman addressing foundation cash collateral issues, retention issues, sale process and communications with Debtor Counsel and exchanges with Committee members thereon; Review correspondence from Andrew Sherman addressing demands upon Debtor counsel, and September 13, 2023 Hearing.	0.90	\$315.00
<b>Total Fees: 08/2023</b>			<b>19.80</b>	<b>\$6,390.00</b>
9/1/2023	RCG	Review correspondence of Patrick Magallanes, Committee Member, surrounding plan of action and questions; Review correspondence from Peter Chalik, Counsel for Preston Hollow, on proposed witness and exhibit list and enclosed document, relative to pre-trial depositions.	0.40	\$100.00
9/2/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, on Debtor's witness and exhibit list and enclosed document; Review correspondence from Patrick Magallanes, Steindler Orthopedic, on requirement surrounding Committee meeting, By-Laws, and enclosed documents.	0.40	\$140.00
9/3/2023	RCG	Review correspondence from Nathan Coco, Debtor Counsel, relative to hearing on Examiner (.1); Review correspondence from Jason Teele, surrounding proposed objection deadlines, and review Court Orders at Dockets 163 & 164, relative to existing deadlines (.3); Prepare correspondence to Andrew Sherman, OCUC, on requirements under local practice, and considerations on leave of court given preset deadlines (.2); Review correspondences from Andrew Sherman, OCUC, addressing local practice and Committee communications.	0.80	\$280.00
9/5/2023	RCG	Review correspondence from Andrew Sherman surrounding extension of time relative to objection deadlines and communications with Debtor counsel on same.	0.20	\$70.00
9/6/2023	RCG	Phone call with Janet Reasoner, U.S. Trustee, surrounding objection to tension applications, agreements with Committee, and concerns given 2018 appraisal; Review supplemental certificates of services filed by EPIC (.1); Review first notice pursuant to Patient Care Ombudsman (.1); Review Court Order continuing hearing on examiner motion and requirements of court relative to deadlines (.2); Phone call with Andrew Sherman on considerations on objection to retention applications, potential for reorganization, banker need, and lever for foundation money release (.4); Review correspondence from Andrew Sherman surrounding negotiations with Debtor relative to success fees, and a supplemental declaration of Debtor counsel (enclosure) against	1.70	\$595.00

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MERCY Mercy Hospital, Iowa City, Iowa, et al  
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**Fees**

Date	ID	Description	Time	Bill Amount
		Iowa Rules of Professional Conduct relative to advanced payment retainer and advanced written waivers (.6).		
9/7/2023	RCG	Review correspondence from Andrew Sherman on position relative to retention applications, second communication on Committee contact and proposed objections (.3); Review proposed objections, and revise to address requirements under Local Rule and considerations given communication with U.S. Trustee (.3); Review correspondence from Andrew Sherman on communication with Debtor counsel relative to production of information and agreement on confidential information and phone call with Andrew Sherman addressing same; Review objection to application to employ McDermott Will & Emery filed by U.S. Trustee (.2); Review objection to employment of H2C Securities as the investment banker filed by U.S. Trustee and authority therein (.1); Review U.S. Trustee objection to retention of Nyemaster Goode Law Firm (.2); Review objection to employment of ToneyKorf Partners and notes on same (.2); Review correspondence from Andrew Sherman on proposed objection to ToneyKorf & Debtor retention, review same, and prepare responsive correspondence on position on disinterestedness and materially adverse, and retention application.	1.90	\$665.00
9/8/2023	RCG	Review correspondence from Andrew Sherman on discovery issues, and prepare responsive correspondence on recommendations given local practice; Review correspondence from Kaitlin Walsh, Counsel for Secured Bondholders, surrounding meet & confer, and responsive correspondence of Dan Simon, Debtor Counsel, addressing same and exchanges therein; Prepare proposed status conference request given background information on failing in discovery production (.4); Prepare correspondence to Andrew Sherman on draft status conference request, revisions to objections on cash collateral and retention and enclosed documents (.2); Exchanges with Andrew Sherman surrounding delegation of efforts on production, meet & confer, communication, and filings (.2); Phone call to Brian Fagan, Counsel for Foundation, on outstanding discovery issues, and prepare correspondence addressing same (.2); Review correspondence from Patrick Magallanes, Committee Member, surrounding strategy of Committee.	1.50	\$525.00
9/9/2023	RCG	Review correspondence from Janet Reasoner, U.S. Trustee, addressing Cedar Rapids Gazette article on break up fee, overbid amounts, enclosed article, and responsive correspondence of Andrew Sherman addressing same relative to revised bid procedures and enclosed bid procedures; Review filing by CrossMed Healthcare Staffing Solutions (.1); Review Notice filed on behalf of Debtor by counsel, Nathan Bull (.1); Review objection to sale of property filed by RMS Holdings and attendant authority cited therein, and exhibit thereto (.3); Review supplemental Declaration of Debtor (.1); Review correspondence from Eric Lam, Counsel for Foundation, surrounding resolution of confidentiality issue, and responsive correspondence of Kaitlin Walsh, Counsel for Secured Bondholders, relative to D-designation from confidential and attorneys-eyes-only.	1.10	\$385.00
9/10/2023	RCG	Review: Objection to Application to Employ H2C, Objection to ToneyKorf filed by Bondholders (.2); Review response to bid procedures and Motion to Sell filed by Bondholders and position surrounding real estate valuations (.3); Review Objection of Bondholders to Debtor counsel retention (.1); Review court correspondence on Objections filed to cash collateral and retention.	0.80	\$280.00
9/11/2023	RCG	Review supplemental declaration (Bayman) for H2C Securities retention; Review correspondence from Andrew Sherman, surrounding proposed retention motion and enclosed motion (.3); Working off of motion provided by Andrew Sherman, and against prior documents used, prepare retention application for Cutler Law Firm, and applicable declaration and representations (.8); Prepare correspondence to Andrew Sherman on requirements of Committee approval, and submission (.2); Review Motion to Continue Hearing, and proposed Order; Review correspondence of Janet Reasoner, U.S. Trustee, surrounding bid procedures negotiation and responsive correspondence of Andrew Sherman addressing same.	1.70	\$595.00
9/12/2023	RCG	Phone call with Andrew Sherman surrounding September 13, 2023 Hearings, communications with U.S. Trustee on additional disclosures necessary for ToneyKorf (.2); Review correspondences (2) from Andrew Sherman addressing Foundation retention of ToneyKorf, Foundation decision on non-disbursement to hospital and attendant Mercy Hospital Foundation Finance Committee Meeting Minutes (.3); Review correspondences from Committee surrounding retention application and authorization relative to acceptance (.2); Review Court Docket for May 1, 2023 relative to parties positions, and requirements of Committee, and prepare correspondence to Andrew Sherman addressing Committee positions of record and requirements relative to	3.00	\$1,050.00

## Statement of Account

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- 10/31/2023  
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## Fees

Date	ID	Description	Time	Bill Amount
		appearance (.3); Review correspondence from Andrew Sherman surrounding objection to ToneyKorf success fee; Review Order Continuing Hearing on Cash Collateral Motion (.1); Review second supplemental Declaration of Felicia Gerber Perlman, as against first, relative to disinterestedness and materially adverse; Review correspondence from Roy Leaf surrounding proposed Orders and revised Orders relative to first day Motions (.1); Against retention objection summary chart (Docket 210), compare proposed Orders relative to representations to court (.3); Review Debtor's Omnibus reply in support of Debtor's Application for Retention and Retention objections summary chart, against sought relief; Phone call from Narendra Ganti, FTI Consulting, surrounding Local Rule requirements relative to retention of professionals and requirements of performance in the Northern District of Iowa; Review Notice of Revised Proposed Order on Bid Procedure, and black line revisions attached thereto relative to applicable deadlines, milestones, success fee and revised bid procedures (52 pages).		
9/13/2023	RCG	Review patient care ombudsman first interim report; Attend bankruptcy hearings on application retentions, bid procedures, first day motions & ordinary course professional compensation & compensation of professionals and post-hearing meeting with Debtor's counsel, Foundation counsel, Bondholders counsel; Round trip travel time to/from Cedar Rapids Federal Courthouse for bankruptcy hearings on September 13, 2023 [billed at 1/2 time] (4.8); Review correspondence from Roy Leaf, Debtor Counsel, on proposed Orders and enclosed proposed Orders.	7.50	\$2,625.00
9/14/2023	RCG	Review Notice of Appearance filed by Paula Roby on behalf of certain Mercy pensioners (.1); Review Motion for Relief from Stay filed by the Estate of Steven Schwarz (.1); Review supplemental Declaration of Mark Toney relative to retention (.1); Review Proceeding Memo and Order regarding motions, against outstanding chart on motions and applicable continuation dates and deadlines (.2); Review correspondence from Narendra Ganti, FTI Consulting, surrounding proposed Application for Retention, review same and prepare responsive correspondence on specific references to Local Rules for retention of professionals; Review correspondence from Andrew Sherman, OCUC Counsel, on subsequent negotiations with Debtors, Foundation and Preston Hollow and enclosed proposed term sheet (408) (.3); Prepare correspondence to Andrew Sherman on Committee communication, retention applications, and exchanges thereon (.2); Review correspondence from Andrew Sherman, OCUC Counsel, surrounding retention application and exchanges thereon relative to requirements, changes, and declaration; Review correspondence from Andrew Sherman, OCUC Counsel, surrounding retention application and exchanges thereon relative to requirements, changes, and declaration (.2); Review 64 pages of declaration, proposed Order, relative to retention application and requirements of Local Rules, and modifications to same (.7); Review correspondence from Narendra Ganti & Cliff Zucker, FTI Consulting, on retention and requirements relative to declaration and incorporation of changes and exchanges thereon (.3); Review FTI Consulting retention application, and amend to conform with Local Rules and requirements thereon (.2); Prepare correspondence to Patrick Magallanes, Committee Member, on retention application and his response addressing same.	3.10	\$1,085.00
9/15/2023	RCG	Review correspondence from Andrew Sherman, OCUC Counsel, surrounding updated settlement discussions, proposed discussion [redacted] relative to resolution and responsive correspondence of Committee Member, Patrick Magallanes; Review court correspondence on Application to Employ Cutler Law Firm (.1); Review court correspondence on Application to Employ Sills Cummis & Gross Law Firm (.1); Review court correspondence on Application to Employ FTI Consulting as Financial Advisor (.1); Prepare correspondence to client and financial advisors surrounding Retention Applications and next steps relative to court requirements (.2); Review filings by Creditor, MediRevv; Review Court Order Authorizing Retention of Nyemaster Goode Law Firm (.1); Review Court Order Authorizing Retention of McDermott Will & Emery for Debtor (.1); Review Court Order on Hearing regarding Motion for Relief from Stay (.1); Review Court Order regarding Pre-Petition wages (.1); Review Court Order on maintenance of existing insurance policies and payment of insurance related to Pre-Petition payments (.1); Review Court Order surrounding maintenance of refund policy (.1); Review Final Order Approving Debtor's Adequate Assurance Payment (.2); Review Order Authorizing Payment of Pre-Petition Taxes and Fees (.1); Review Order Approving Bid Procedures, against proposed red line, noting applicable deadlines (.4); Review Order Authorizing Employment and Payment of Ordinary Course of Professionals (.2); Review Court Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses (.1); Review correspondence from Roy Leaf, Debtor Counsel, surrounding proposed Orders on Hearing (continuance) and Motion on same and enclosed documents.	2.70	\$945.00

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 000001 Mercy Hospital, Iowa City, Iowa, et al

- 10/31/2023  
 Time & Rate: Bill Value

## Fees

Date	ID	Description	Time	Bill Amount
9/16/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, on proposed Order on H2C retention, and enclosed Amended Order.	0.20	\$70.00
9/17/2023	RCG	Review correspondence from Andrew Sherman on updated term sheet and departure from original document, and enclosed red line.	0.40	\$140.00
9/19/2023	RCG	Review Court Order authorizing employment of H2C Securities as Investment Banker (.2); Review Proceeding Memo and Order regarding Motion to Continue Hearing (.1); Review Mercy Foundation Notice filing (.1); Review Notice of Telephonic Hearing relative to ToneyKorf retention (.1); Review Debtor Certificate of Service of Publication, and enclosed attestation of public legal notice (.2).	0.70	\$245.00
9/20/2023	RCG	Prepare Notice of Bar Date for employment retentions for counsel & FTI (.4); Prepare correspondence to Andrew Sherman on proposed documents and exchange thereon (.1); Participate in hearing on retention, cash collateral, and examiner (.3); Review correspondence from Boris Mankovetskiy, OCUC Counsel, surrounding ToneyKorf retention, resolution, and enclosed proposed Order (.3); Review correspondence from Committee Members on proposed Order and position on retention (.2); Review correspondence from Roy Leaf, Debtor Counsel, on competing Order and revise paragraph 4 and enclosed Order (.2).	1.50	\$525.00
9/21/2023	RCG	Review court correspondence on Notice Setting Bar Date for Objections; Review Notices of Appearance filed by constituent members (.2); Review Court Order authorizing retention of ToneyKorf (.1); Review Adversary Complaint/Declaratory Action filed by Mercy Foundation, against notes from settlement conference (9/13) (.3); Review Notice of Revised Proposed Order authorizing employment of ToneyKorf Partners and black line (.2); Review Proceeding Memo and Order relative to Application to Employ ToneyKorf Partners (.1).	1.10	\$385.00
9/22/2023	RCG	Review correspondence from Andrew Sherman on communications with Foundation relative to amendment to By-Laws and enclosed demand.	0.30	\$105.00
9/23/2023	RCG	Review Monthly Operating Report filed by Debtor, Mercy Hospital (.1); Review Motions to Appear filed by McKesson (.1); Review Notice of Assumption filed by Debtor and attendant exhibits.	0.40	\$140.00
9/24/2023	RCG	Review correspondence from Andrew Sherman on communications directed to Debtor based on Foundation (Mercy) activity and enclosed communication (.2); Review correspondence to Committee on demand and position of OUCC (.1).	0.30	\$105.00
9/26/2023	RCG	Review correspondence from Andrew Sherman on communications with Mark Toney, CRO, to Mercy Hospital Foundation, and enclosed communication directed to Foundation (.2); Review correspondence from Patrick Magallanes, Committee Member, on question surrounding Committee release (.1); Review Orders Granting Motions to Appear and Notice on same.	0.50	\$175.00
9/27/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, surrounding proposed Order granting expedited motion and enclosed document; Review correspondence from Andrew Sherman addressing restricted funds and Mercy Foundation requirements; Review court filings as follows: request for daily transcript (.1); Motion to Enforce Automatic Stay against certain staffing agencies and exhibits thereto (49 pages) (.5); Review Motion to Expedite Hearing and proposed Order (.2).	1.10	\$385.00
9/28/2023	RCG	Review Motions to continue hearing(s): Examiner, MFRFS, and Cash Collateral and attachments (.3); Review Court Order setting expedited hearing to enforce automatic stay (.1); Review Affidavit of Publication (.1); Review Notice of Hearing regarding Motion to Enforce Automatic Stay (.1); Review correspondence from Nicholas Marten surrounding Committee constituency; Review correspondence from Andrew Sherman surrounding negotiations with Debtor, Preston Hollow, and preliminary resolution with Foundation (.1); Review settlement term sheet outlining duties of Foundation, timeframe for review, extensive release by parties, subpoenas, and adversary proceeding (.2).	1.10	\$385.00
9/29/2023	RCG	Review correspondence from Andrew Sherman surrounding progress on term sheet, and enclosed revised term sheet (red line) (.2); Review responsive correspondence of Committee Member relative to term sheet and considerations on marketing and value of assets (.1); Review correspondence of Andrew Sherman addressing asset valuation, joint venture assets, proof of claim deadline, auction, Foundation issues (to close) and enclosed documents (.3); Review correspondence from Andrew Sherman addressing October 3, 2023 hearing, and exchanges thereon; Review correspondence from Roy Leaf, Debtor Counsel, on proposed Orders on Motion to Continue Hearing set for October 3, 2023 and enclosed proposed Orders; Review Docket Entries #282-#287 addressing Motions to Appear Pro Hac Vice and various Appearances (.3);	1.90	\$665.00

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 000001 Mercy Hospital, Iowa City, Iowa, et al

- 10/31/2023  
 Time & Rate: Bill Value

## Fees

Date	ID	Description	Time	Bill Amount
		Review Motion to Continue Hearing filed at Docket #289 and #293 and exhibits thereto (.3); Prepare correspondence to Roy Leaf addressing Motions to Continue and Hearing slate for October 3, 2023 (.1); Phone call with Andrew Sherman surrounding position on Foundation Adversary Complaint, October 3, 2023 Hearing, and bigger picture considerations on auction and sale.		
9/30/2023	RCG	Review correspondence from Narendra Ganti, FTI Consulting, on financial position of Mercy Foundation and enclosed Hospital Foundation over viewed deck relative to waterfall calculations.	0.20	\$70.00
<b>Total Fees: 09/2023</b>			<b>36.50</b>	<b>\$12,735.00</b>
10/1/2023	RCG	Review exhibit list of Debtor relative to enforcement of Automatic Stay Motion (.1); Review Motion for Interim and Final Order on Use of Cash Collateral (objection) as filed by McKesson (.1); Review Court Order setting hearing on Motion for Relief from Stay (preliminary) (.1); Review Court Order continuing hearing on Cash Collateral Motion and Examiner Motion (.1).	0.40	\$140.00
10/2/2023	RCG	Review exchanges with Patrick Magallanes, Committee Chair, and Andrew Sherman, surrounding extent of marketing information, efforts, and extent of auction assets; Review correspondence from Andrew Sherman surrounding latest proposal on proposed settlement term sheet, and enclosed term sheet with notes thereon; Review correspondence from Andrew Sherman surrounding Computershare Trust Company as master trustee Qualified Bid, and cursory review of 293 page bid package to include credit bid Asset Purchase Agreement, cursory review of exhibits, schedules-to include excluded assets, and notes thereon relative to red line agreement.	2.30	\$805.00
10/3/2023	RCG	Review transcript filings and deadlines relative to redaction and Notice (Docket events 303-304, 307-309) and deadline requirements of same (.2); Review Hayes Locums Objection to Notice of Assumption and Assignment (.1); Review Objections to Sale filed by: Healogics, Owens & Minor Distribution, Health Carousel, Progressive Rehabilitation Associates, RMS Holdings, Revology Inc., Roche Diagnostics, and CHI, and notes on same relative to charting objections; Review correspondence from Andrew Sherman on competing bids, and enclosed bid comparison demonstrative (.2); Participate in phone call with Committee Members relative to Foundation term sheet, bids, and sales process and procedure on same (.5); Phone call to Andrew Sherman addressing 1102 requirements, and authority to move forward with consultation role (.1); Review correspondence from Roy Leaf, Debtor Counsel, surrounding stipulation pursuant to Local Rule 4001-1 on automatic stay lift and proposed Order (.2); Review correspondence from Boris Mankovetskiy addressing informational needs and requirements relative to evaluation of request, and responsive correspondence of HJ Dane on underlying Petition and enclosed document (.3); Review correspondence from Roy Leaf surrounding proposed Order surrounding Motion for Violation of Stay and enclosed Order (.2).	2.50	\$875.00
10/4/2023	RCG	Review Objection filed by Altera Digital Health to Assumption and Assignment of Executory Contracts (.1); Review Response and Reservation of Rights filed by McKesson (.1); Review Docket Nos. 321, 322, 324, 326, 328 relative to parties in interest (.2); Review correspondence from Boris Mankovetskiy surrounding auction results and next steps; Phone call to Roy Leaf, Counsel for Debtor, on recent Motions, and auction (.2); Review correspondence from Andrew Sherman surrounding bid status and odd-the-record statements (.1).	0.80	\$280.00
10/5/2023	RCG	Review correspondence from H.J. Dane on proposed Order Lifting Stay and responsive correspondence of Boris Mankovetskiy on same; Review correspondence from Dane on requirements relative to hearing and motion, and prepare correspondence to Boris Mankovetskiy and Andrew Sherman addressing proposed Order and practice in Northern District.	0.40	\$140.00
10/6/2023	RCG	Review Notice of Auction Continuance (.1); Review Proceeding Memo and Order regarding Debtors' Motion to Enforce Automatic Stay (.1); Review correspondence from Kristina Stanger, Counsel for Debtor, surrounding court hearing, Ad Hoc Committee status, and considerations on pensioners, and exchanges thereon; Phone call with Paula Roby, Counsel for Ad Hoc Committee, on pensioners, relative to court hearing; Review correspondence from Boris Mankovetskiy surrounding resolution of Motion for Relief from Stay Hearing and responsive correspondence of Roy Leaf, Debtor Counsel, addressing same; Review Notice of Conversion and name change (.1); Review MediRevv Objection to Assumption and Assignment of Executory Contracts and Sale to Stalking Horse (.2); Review Notice of Appearance (revised) of Mercy Pensioners Ad Hoc Committee (.1).	1.10	\$385.00

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- 10/31/2023  
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## Fees

Date	ID	Description	Time	Bill Amount
10/7/2023	RCG	Review Proceeding Memo and Order continuing preliminary hearing on Relief from Automatic Stay (.1); Review Proceeding Memo and Order on Motion to Waive Local Counsel requirement (.1); Review Declaration of Ordinary Course of Professional (anti-trust) (.1); Review Motion to Continue October 10, 2023 Hearing against Court Docket for same relative to complete disposition of hearing events and enclosed proposed Order (.2); Review Objection to Tenants' Motion to Enforce Automatic Stay (Travel Nurse Across America) (.1); Review Court Order continuing hearing on October 10, 2023 (.1); Review correspondences from Andrew Sherman addressing auction and sale, recommendation on pensioners, and responsive correspondence on same.	0.90	\$315.00
10/8/2023	RCG	Review October 7, 2023 correspondence of Andrew Sherman addressing final term sheet with Mercy Foundation, and enclosed term sheet and settlement motion.	0.30	\$105.00
10/9/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, on stipulation required under Local Rules, and responsive correspondence of Boris Mankovetskiy addressing same; Review correspondence from Andrew Sherman on resumption of auction.	0.20	\$70.00
10/10/2023	RCG	Review correspondence from Andrew Sherman surrounding conclusion of auction, successful bidder designation and terms; Review Notice of proposed stipulation re Schwarz Estate and proposed Order (.1); Review Motion to Approve Compromise relative to Section 540A.106 Ruling, and proposed Order with exhibit (.4); Review correspondence from Andrew Sherman surrounding resumption of auction and university bid, analysis of bid and position of Preston Hollow.	0.90	\$315.00
10/12/2023	RCG	Review Application for Compensation filed by Debtor's counsel, Nyemaster Goode (.2); Review Application for Compensation filed by McDermott Will & Emery (.2); Review Notice Setting Bar Date for Objections to two fee applications (.2).	0.60	\$210.00
10/14/2023	RCG	Review status report filed by Steindler Orthopedic (.1); Review Court Order granting application to retain Cutler Firm (.1); Review Court Order granting Application to Employ Sills Cummis & Gross (.1); Review Court Order authorizing retention of FTI Consulting (.1); Review Stipulated Order granting Motion for Relief from Stay (modification) (.1); Review Notices filed by Debtor modifying relief from stay (.1); Review Motions to Seal filed by Judy Adronowitz & Dawna Miller (.2).	0.80	\$280.00
10/15/2023	RCG	Review Motion to Seal, and Orders on Motion to Seal (#372, #376-#378).	0.40	\$140.00
10/16/2023	RCG	Review Court Order Granting Motion to Seal (.1); Review Joinder filed by Mercy Hospital Foundation to Iowa Code Section 540A.106 Ruling (.1).	0.20	\$70.00
10/17/2023	RCG	Phone call from Chris Tuttle, Counsel for Pensioner, surrounding plan, sale and questions thereon.	0.20	\$70.00
10/18/2023	RCG	Review Notice of Hearing on Final Cash Collateral Order (.1); Review Application for Compensation of Patient Care Ombudsman (.2); Review correspondence from Andrew Sherman on proposed communication to Preston Hollow and draft communication, against Motion to Compromise with Foundation for position of Committee on assessment of highest & best bid; Review correspondence from Andrew Sherman surrounding issues in negotiation between Debtor and Preston Hollow relative to highest and best bid, and responses of Committee addressing same.	0.90	\$315.00
10/19/2023	RCG	Review correspondence from Oleh Matviyishyn surrounding local practice considerations on Ad Hoc Pensioners Committee's Motion, and prepare responsive correspondence addressing same (.2); Review correspondence from Andrew Sherman surrounding negotiations with Preston Hollow & UIHC and position of Committee and responses of Committee Members addressing same (.2); Review Notice of objection deadline to Patient Care Ombudsman fee application (.1); Review Motion to Establish Official Committee of Pensioners, and upon review of document against Code requirements, prepare correspondence to Andrew Sherman addressing same and position on 1102 Notice and outline of same (.3); Review correspondence from Andrew Sherman on 1102 Motion and communications with Ad Hoc Committee (.1); Review correspondence from Patrick Magallanes, Committee Member, on question surrounding final sale hearing and limitations on Foundation commitments, and notes on same relative to Settlement Agreement (.3).	1.20	\$420.00
10/20/2023	RCG	Review correspondence from Judith Tieskoetter, pensioner, on questions surrounding on-going income; Review correspondence from Andrew Sherman on proposed Motion presenting information (11 U.S.C. § 1102) (.1); Review enclosed proposed § 1102 Motion relative to requirements of that code and local practice, and attendant authority cited therein (Baldwin & REFCO, among others) (.9); Review proposed engagement communication of EPIQ relative to	3.20	\$1,120.00

## Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al  
 000001 Mercy Hospital, Iowa City, Iowa, et al

- 10/31/2023  
 Time & Rate: Bill Value

## Fees

Date	ID	Description	Time	Bill Amount
		considerations on Judge Collins' comments within court (.3); Prepare correspondence to Andrew Sherman on proposed engagement of EPIQ relative to Committee website and position on Notice (.2); Review Court Order surrounding hearing on Ad Hoc Committee for pensioners; Review secured bondholders Motion to Compel compliance with auction results (36 pages) and notes on same (.8); Review correspondence of Committee Member, Patrick Magallanes, surrounding Ad Hoc Committee (.1); Review correspondence from Andrew Sherman addressing Ad Hoc Committee Motion recommendations, Committee communications (.1); Participate in phone conference with Andrew Sherman and Boris Mankovetskiy addressing: sale process, highest and best bids, Ad Hoc Committee status, and considerations on resolution (.5).		
10/21/2023	RCG	Review Preston Hollow Motion to Compel compliance with auction results and exhibits for notes in advance of Committee communications (.3); Review Motion to Shorten Order for Objection to Motion to Compel (.1); Review application for compensation of H2C and Order Setting Hearing thereon and bar date notice (.1); Review staffing report of Toney Korf Partners and attendant exhibits (.2); Review statement of concerned pension beneficiaries and notes thereon (.2); Review Mercy Hospital Monthly Operating Report with notes on cash position and operational budget (.2).	1.10	\$385.00
10/22/2023	RCG	Review correspondence from Andrew Sherman, addressing Committee Constituents concerns and potential middle ground; Review exchanges of Constituents surrounding position on Ad Hoc Committee.	0.30	\$105.00
10/23/2023	RCG	Review draft 11 U.S.C. § 1102 Motion, and amend to conform with Local Rules and requirements on production of order (.7); Prepare draft notice (bar date) on objection (.2); Prepare correspondence to Andrew Sherman on Reservation Witness & Exhibit List (.1); Review correspondence of Andrew Sherman surrounding position on Reservation risks, and responsive correspondence on bar dates; Review correspondence from Kristina Stanger, Debtor Counsel, on Debtor's Witness & Exhibit List, enclosed documents and exhibits, against Court Docket for November 6 relative to adequacy production (.7); Prepare Witness & Exhibit List for November 6th hearing (.2).	2.10	\$735.00
10/24/2023	RCG	Participate in Committee conference relative to auction, Ad Hoc Committee, and strategy moving forward; Review correspondence on Motion re: 1102.	0.60	\$210.00
10/25/2023	RCG	Review correspondence from Oleh Matviyishyn surrounding Amended Objection to Ad Hoc Committee, and review Amended Objection, against communications with Paula Roby, Counsel for Mercy Pensioners, and notes on same and edits thereto; Review correspondence from Andrew Sherman on proposed response to Ad Hoc Pension Committee and enclosed response (.2); Shepardization of Case Authority, review Case Authority for 8th Circuit-on point & dicta- on third party committee, notes on same (.6); Prepare correspondence to Andrew Sherman addressing proposed response with considerations on additional authority (.2); Review correspondence from Felicia Perlman, Debtor Counsel, on position surrounding Ad Hoc Committee, and responsive correspondence addressing same; Review correspondence from Andrew Sherman on enclosed communications with Debtor counsel surrounding hearings before Judge Collins and enclosed communications (.2); Phone call with Paula Roby, Counsel for Pensioners, on questions surrounding ex-officio position to address concerns of Pensioners, discussion on distinct concerns, discussion on auction and potential sale, and professional fees (.3); Prepare correspondence to Andrew Sherman addressing communications with Paula Roby and position of Committee (.2).	2.30	\$805.00
10/26/2023	RCG	Review Steindler Orthopedic response in support of Pensioners' Motion (.1); Review Notice of Appearance filed by United Health Group (.1); Review response in support of Motion to Compel compliance with auction results filed by Steindler Orthopedic (.1); Review declaration supporting ordinary course of retention (.2); Review adequate assurance objection filed by EverBank (.2); Review correspondence from Andrew Sherman surrounding update on sales process, issues with Preston Hollow, Debtor's position on bid concerns, and reopening of bidding (.1); Review proposed objection to Preston Hollow's Motion to Compel, and authority cited therein relative to position of Committee (.6); Review correspondence of Committee member relative to position on acceptance of PH bid and responsive correspondence of Andrew Sherman addressing same.	1.60	\$560.00
10/27/2023	RCG	Review correspondence from Andrew Sherman surrounding resumption of auction and consideration on respected bids.	0.10	\$35.00

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Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al  
000001 Mercy Hospital, Iowa City, Iowa, et al

- 10/31/2023  
Time & Rate: Bill Value

## Fees

Date	ID	Description	Time	Bill Amount
10/28/2023	RCG	Review Docket 419 Reply of Pension Beneficiaries, and cursory review of attendant case law appended as exhibit thereto (.8); Review Notice of Amended Notice of Auction Results, and Exhibit A (transcript) (.3); Review Notice of Appearance of Creditor, Allied Resources Medical Staffing (.1); Review Order on Motion by Master Trustee continuing hearing (.1); Review Notice of Hearing on Debtor's Motion for Sale of Assets (.1); Review second Notice pursuant to Patient Care Ombudsman (.1).	1.50	\$525.00
10/31/2023	RCG	Review Notice of Hearing on Debtor's Motion for Sale of Assets (.1); Review Consented Motion to Extend Time to Object to Fee Application (.1).	0.20	\$70.00
Total Fees: 10/2023			27.10	\$9,485.00
Total Fees:			83.40	\$28,610.00

## Costs and Expenses

Date	Description	Orig Expense	Orig Cost	Bill Amount
09/14/2023	Postage (Applications to VST)	\$6.84		\$6.84
09/20/2023	Mileage to and from Cedar Rapids for Hearing		\$157.95	\$157.95
09/29/2023	Miscellaneous Expense- Parking Expense for Hearing		\$12.00	\$12.00
Total Costs/Expenses: 09/2023		\$6.84	\$169.95	\$176.79
Total Costs/Expenses:		\$6.84	\$169.95	\$176.79